CHARLES M. PASCO, P.A.

ATTORNEY AT LAW

THANSFLORIDA BANK BUILDING

BUITE POS

400 BHERIDAN STREET DANIA, FLORIDA 33004

BROWARD (305) 920-5552 DADE (305) 944-4545 PAR (308) 920-0209

Secretary of State Corporation Division Post Office Box 6327 Tallahassee, Florida 32314

50000001511065 -06/12/95--01055--019 \*\*\*\*122.50

Re: Florida Auto Recycling of Fort Lauderdale, Inc.

Dear Sirs:

Enclosed please find an original and a duplicate copy of the Incorporation of the above-captioned proposed Articles of corporation. Please endorse your approval of the Articles of Incorporation on the copy, certify and return same to our office.

Enclosed herewith please find our firm's check in the sum of \$122.50 to cover the complete filing fees.

Thank you for your courtesy and cooperation in this matter.

Very truly yours,

CHARLES M. PASCO, P.A.

By:

CHIRLES M. PASCO, ESQUIRE

CMP/bh Enclosures

BSB JUN 1 6 1995

FILED
95 JUN 12 AH 7:51

### **ARTICLES OF INCORPORATION**

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# FLORIDA AUTO RECYCLING OF FORT LAUDERDALE, INC.

WE, the undersigned subscribers to these Articles of Incorporation, natural persons, competent to contract, hereby form and associate to form a corporation under the laws of the State of Florida.

#### **ARTICLE I - NAME**

The name of this corporation is FLORIDA AUTO RECYCLING OF FORT LAUDERDALE, INC.

# **ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

#### **ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

#### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares".

#### **ARTICLE V - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 645 B N.W. 7th Terrace, Fort Lauderdale, FL 33311 and the name of the initial registered agent of this corporation at that address is Jon M. Bunch. The street address of the corporation's principal office is 645 B N.W. 7th Terrace, Fort Lauderdale, FL 33311.

# ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE Director constituting the initial Board of Directors.

The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of this corporation is:

Jon M. Bunch 645 B N.W. 7th Terrace Fort Lauderdale, FL 33311

#### **ARTICLE VIII - OFFICERS**

The name and address of the officers who shall hold office for the first year of the Corporation's existence, or until their successors are elected and have qualified, and the office they will each hold, are as follows:

Jon M. Bunch Stephen C. Pitzel Stanley Bagdanovich President Vice President Secretary/Treasurer

#### **ARTICLE IX - SUBSCRIBERS**

The names and addresses of the subscribers of these Articles of Incorporation, and a statement of the number of stock shares which they agree to take are as follows:

Jon M. Bunch

150 shares

Stanley Bagdanovich

150 shares

Stephen C. Pitzel

200 shares

#### **ARTICLE X - INDEMNIFICATION**

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

# **ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation. The By-Laws of this Corporation may provide that less than a majority of the Board of Directors shall constitute a quorum for the transaction of business.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on the 24 day of May, 1995.

Jon M. Bunch
President/Secretary

Stephen C. Pitzel Vice-President

Stanley Bagdan wich Secretary/Treasurer

STATE OF FLORIDA )

COUNTY OF BROWARD )

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, Jon M. Bunch, Stephen C. Pitzel, and Stanley Bagdanovich known to be and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this day of May, 1995.

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:

Per Known to me

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Florida Auto Recycling of Fort Lauderdale, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 645 B N.W. 7th Terrace in the City of Fort Lauderdale County of Broward, State of Florida, has named Jon M. Bunch located at 645 B N.W. 7th Terrace as its agent to accept service of process within Florida.

Jon M. Bunch

Date

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Ion M. Bunch

Date

STATE OF FLORIDA )

COUNTY OF BROWARD )

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, Jon M. Bunch, known to be and known by me to be the persons who executed the foregoing Certificate Designating Place of Business or Domicile for the Service of Process within Florida, Naming Agent Upon Whom Process May be Served, and he acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this \_\_\_\_\_\_ day of May, 1995.

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:

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CR2E031(1/95)

Daly's Towing & Recovery Inc. 645 N.W. 7th Terrace Ft. Lauderdale, FL = 33311

96 JUN 13 AN 11: 22

SECRETARY OF STATE TALLAHASS TELECOO

Division of Corporations Attention: Nancy P.O. Box 6327 Tallahassee, FL 32314

06/07/96

Dear Nancy:

As per my phone conversation with you on June 7, 1996, 1 Stanley Bagdanovich hereby willingly resign from the Ft. Lauderdale corporation named Florida Auto Recycling of Ft. Lauderdale Inc. D/B/A Floridian Auto Parts.

Thank you in advance,

Stanley Bagdanovich

SECRETARY/TREASURE

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Examiner's Initials

Daly's Towing & Recovery Inc. 645 N.W. 7th Terrace Ft. Lauderdale, FL = 33311

96 JUN 13 ANT H: 22

SECRETARY OF STATE AND A

Division of Corporations **Attention: Nancy** P.O. Box 6327 Tallahassee, FL 32314

06/07/96

Dear Nancy:

As per my phone conversation with you on June 7, 1996, I Stephen Pitzel hereby willingly resign from the Ft. Lauderdale corporation named Florida Auto Recycling of Ft. Lauderdale 1.c. D/B/A Floridian Auto Parts.

Thank you in advance,

Stephen Pitzel
VICE PRESIDENT